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UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

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In re:

OTR MEDIA GROUP INC.

Debtor.

Chapter 11

Case No. 1-11-47385 (ESS)

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OTR MEDIA GROUP, INC., 203 17TH REALTY
LLC, SAKELE BROTHERS, LLC *and* ONE
MAIDEN LANE REALTY, LLC, *all New York*
limited liability companies, 848 FULTON REALTY
CORP. *and* MING SHENG INC., *New York*
corporations, GOTHAM BROAD, LLC, *a*
Delaware limited liability company, FOTINI
THEOHARIDU, *and* PHILLIPE JOCELINE,
natural persons,

Adv. Pro. No. 1-11-01448 (ESS)

Plaintiffs,
- vs. -

The CITY OF NEW YORK,

Defendant.

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**DECLARATION PURSUANT TO LOCAL RULE 9077-1(a) IN SUPPORT OF ORDER
GRANTING TEMPORARY RESTRAINING ORDER AND ORDER TO SHOW CAUSE
FOR HEARING ON DEBTOR'S APPLICATION FOR A PRELIMINARY INJUNCTION
PURSUANT TO §105 OF THE BANKRUPTCY CODE AND BANKRUPTCY RULE 7065
AND RELATED RELIEF**

GARY M. KUSHNER, an attorney licensed to practice law in the State of New York and before this Court, pursuant to 28 U.S.C. §1746 and under the penalty of perjury declares as follows:

1. I am a partner of Goetz Fitzpatrick, LLP, counsel for the Debtor herein. In that capacity, I have personal knowledge of the facts set forth below.

2. I submit this declaration pursuant to Local Rule 9077-1(a) of this Court in support of Plaintiff's motion for (i) the commencement or continuation, including the issuance or employment of process, of a judicial administrative, or other action or proceeding against the Debtor, OTR Media Group, Inc. ("OTR" or "Debtor") and/or each of the plaintiff Indemnitees, that was or could have been commenced before the commencement of the Debtor's chapter 11 case, or to recover a claim against the Debtor and/or the Indemnitees that arose before the commencement of the Debtor's bankruptcy case relating to or in connection with the OTR Sign Claims; (ii) the enforcement against the Debtor or against property of the estate and/or against the Indemnitees or property of the Indemnitees, of a judgment obtained before the commencement of the Debtor's chapter 11 case relating to or in connection with the OTR Sign Claims; (iii) taking any and all acts to obtain possession of property of the Debtor or the Debtor's estate and/or property of the Indemnitees relating to or in connection with the OTR Sign Claims; (iv) taking any and all acts to exercise control over property of the Debtor's estate or property of the Indemnitees relating to or in connection with the OTR Sign Claims; (v) taking any and all acts which otherwise interfere with the Debtor's rights and obligations as a debtor-in-possession as provided under §§ 1107 and 1108 of the Bankruptcy Code; (vi) for related and further relief (the "Motion").

3. Annexed hereto as Exhibit “1” is a true copy of the Verified Complaint in this adversary proceeding (the “Verified Complaint”). The Verified Complaint was duly attested to by the Debtor’s principal Ari Noe in lieu of a separate affirmation in support of the Motion. By verifying the complaint, Mr. Noe is attesting to the truth of the averments made therein.

4. Annexed to the Verified Complaint as Exhibit “A” is a true copy of the Complaint filed in the Indemnitees Action.

5. Annexed to the Verified Complaint as Exhibit “B” is a true copy of the correspondence from Debtor’s counsel to the City dated August 25, 2011.

6. Annexed to the Verified Complaint as Exhibit “C” is a true copy of the correspondence to an Indemnatee from the City dated August 26, 2011.

7. Annexed to the Verified Complaint as Exhibit “D” is a true copy of the correspondence from the City dated August 30, 2011 to Debtor’s counsel.

8. Plaintiffs are proceeding by order to show cause because immediate injunctive relief is required in light of the Defendant’s refusal to discontinue enforcement proceedings against the plaintiff Indemnitees, all as more particularly detailed in the Verified Complaint herein.

9. No prior application for similar relief has been made to this, or any other Court.

Dated: New York, New York
September 1, 2011

/s/Gary M. Kushner
Gary M. Kushner